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COMMONWEALTH OF VIRGINIA

STATE CORPORATION COMMISSION

AT RICHMOND, APRIL 17, 2000

JOINT PETITION OF

NISOURCE INC., NEW NISOURCE INC. CASE NO. PUA000024

and

COLUMBIA ENERGY GROUP

For approval of agreement and plan of merger under Chapter 5 of Title 56 of the Code of Virginia

ORDER FOR NOTICE AND COMMENT

On April 5, 2000, NiSource Inc. ("NiSource"), New NiSource Inc. ("New NiSource"), and Columbia Energy Group ("Columbia Energy") (collectively, the "Petitioners") filed a joint petition requesting approval, pursuant to § 56-88.1 of the Code of Virginia, of a proposed transaction whereby Columbia Energy would merge into New NiSource. The proposed transaction will result in New NiSource acquiring control of Columbia Energy's wholly owned subsidiary, Columbia Gas of Virginia, Inc. ("Columbia Gas").

We are of the opinion that public notice should be given and interested persons should have the opportunity to comment and request a hearing on the joint petition. Accordingly,

IT IS ORDERED THAT:

- (1) The Petitioners shall promptly make a copy of their joint petition and supporting materials available to the public, who may obtain a copy of the joint petition, at no charge, by requesting it in writing from Petitioners' counsel at the address detailed below.
- (2) Any interested person wishing to comment on the joint petition shall, on or before May 18, 2000, address such written comments to: Joel H. Peck, Clerk, State Corporation Commission, c/o Document Control Center, P.O. Box 2118, Richmond, Virginia 23218. Such comments shall refer to Case No. PUA000024.
- (3) On or before May 18, 2000, any person desiring a hearing in this matter shall file a written request for hearing with Joel H. Peck, Clerk, State Corporation Commission, c/o Document Control center, P.O. Box 2118, Richmond, Virginia 23218, and shall refer in his or her request to Case No. PUA000024. Any request for hearing shall detail reasons that such issues cannot be adequately addressed in written comments.
- (4) A copy of such comments and requests for hearing shall simultaneously be sent to counsel for the Petitioners as follows: Edward L. Flippen, Esquire, McGuire Woods Battle & Boothe, One James Center, 901 East Cary Street, Richmond, Virginia 23219-4030.

- (5) The Commission Staff shall review the joint petition and shall file, on or before May 22, 2000, a report detailing the results of its investigation.
- (6) The Petitioners shall respond to written interrogatories within seven (7) calendar days after receipt of same. Except as modified above, discovery shall be in accordance with Part VI of the Commission's Rules of Practice and Procedure, 5 VAC 5-10-450 to -510.
- (7) On or before May 4, 2000, the Petitioners shall publish the following notice as display advertising (not classified) once in newspapers of general circulation in Columbia Gas' service territory:

NiSource Inc. ("NiSource"), New
NiSource Inc. ("New NiSource"), and Columbia
Energy Group ("Columbia Energy")
(collectively, the "Petitioners") filed a
joint petition requesting approval of a
proposed transaction whereby Columbia Energy
would merge into New NiSource. The proposed
transaction will result in New NiSource
acquiring control of Columbia Energy's
wholly owned subsidiary, Columbia Gas of
Virginia, Inc.

A copy of the above-referenced joint petition is available for inspection during regular business hours at the State Corporation Commission, Document Control Center, First Floor, Tyler Building, 1300 East Main Street, Richmond, Virginia.

Interested persons may obtain a copy of the joint petition, at no charge, by requesting a copy in writing from Petitioners' counsel at the address set forth below.

Comments on the joint petition must be submitted in writing to Joel H. Peck, Clerk, State Corporation Commission, P.O. Box 2118, Richmond, Virginia 23218, on or before May 18, 2000. Requests for hearing must also be received by the Clerk on or before May 18, 2000. Requests for hearing shall state why a hearing is necessary and why such issues cannot be adequately addressed in written comments.

All correspondence should refer to Case No PUA000024. A copy of the comments or requests for hearing must also be sent to counsel for the Petitioners as follows: Edward L. Flippen, Esquire, McGuire Woods Battle & Boothe, One James Center, 901 East Cary Street, Richmond, Virginia 23219-4030.

If no sufficient requests for hearing are received, a formal hearing may not be held.

NISOURCE INC., NEW NISOURCE INC., AND COLUMBIA ENERGY GROUP

(8) The Petitioners shall forthwith serve a copy of this Order on the Chairman of the Board of Supervisors of any county and upon the Mayor or Manager of any county, city, or town, or equivalent officials in counties, towns, and cities having alternate forms of government in the Commonwealth of Virginia. Service shall be made by first-class mail or personal delivery to the customary place of business or residence of the person served.

- (9) On or before May 26, 2000, the Petitioners and any interested person may file with the Clerk of the Commission any response to the Staff's Report.
- (10) On or before May 18, 2000, the Petitioners shall provide the Commission with proof of notice required in Ordering Paragraphs (7) and (8).